ROSEN BENEDICT P

Form 4

December 13, 2004

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

Number:

3235-0287

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Check this box

obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b). (Print or Type Responses)

1. Name and Address of Reporting Person * ROSEN BENEDICT P

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

(Last)

(First) (Middle) 3. Date of Earliest Transaction

NORDSON CORP [NDSN]

X_ Director

10% Owner

28601 CLEMENS ROAD

(Month/Day/Year)

12/09/2004

Officer (give title Other (specify below)

(Check all applicable)

6. Individual or Joint/Group Filing(Check

(Street) 4. If Amendment, Date Original Filed(Month/Day/Year)

Applicable Line) _X_ Form filed by One Reporting Person

Form filed by More than One Reporting Person

WESTLAKE, OH 44145

(State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

(City)

(Month/Day/Year)

2. Transaction Date 2A. Deemed Execution Date, if (Month/Day/Year)

4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) 5. Amount of Securities Beneficially Owned Following Reported

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)

(A) or

Transaction(s) (Instr. 3 and 4)

COMMON SHARES

Code V Amount (D) Price

> 3,412 D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of	2.	3. Transaction Date	3A. Deemed	4.		5.		6. Date Exer		7. Title and An		8. Price
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transac			ber	Expiration D		Underlying Sec		Derivati
Security	or Exercise		any	Code		of		(Month/Day	/Year)	(Instr. 3 and 4)		Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8	8)	Deriv	ative	e				(Instr. 5
	Derivative					Secui	rities					
	Security					Acqu	ired					
						(A) o	r					
						Dispo	osed					
						of (D)					
						(Instr	: 3,					
						4, and	d 5)					
				Code	V	(A)	(D)	Date	Expiration	Title	Amount	
				Code	v	(A)	(D)		*	Title		
								Exercisable	Date		or	
											Number	
											of	
											Shares	
Stock	<u>(1)</u>	12/09/2004		J		27		(2)	(2)	COMMON	27	(2)
Units		12,0072001						_	_	SHARES		_

Reporting Owners

Reporting Owner Name / Address	Relationships							
•	Director	10% Owner	Officer	Other				
ROSEN BENEDICT P 28601 CLEMENS ROAD WESTLAKE, OH 44145	X							

Signatures

Robert E. Veillette, Attorney-In-Fact

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Security converts into common stock on one-for-one basis.
- (2) Stock Units accrued through Nordson's Directors' Deferred Compensation Plan. Receipt of stock is not permissible until participant ceases to be a Director.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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